



**BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM**
WASHINGTON, D. C. 20551

ADDRESS OFFICIAL CORRESPONDENCE
TO THE BOARD

February 27, 1997

Mr. Paul J. Gale
Senior Vice President
FirstBank Holding Company of Colorado
12345 West Colfax Avenue
Lakewood, Colorado 80439

Dear Mr. Gale:

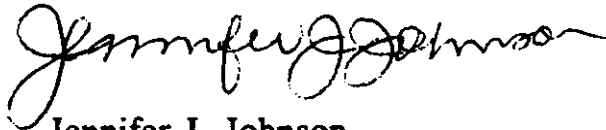
The Secretary of the Board of Governors of the Federal Reserve System, acting pursuant to authority delegated by the Board, and having considered the record of this application in light of the relevant statutory factors, has approved the application by FirstBank Holding Company of Colorado, Lakewood, Colorado ("FirstBank"), to acquire 100 percent of the voting shares of FirstBank of Evergreen, Evergreen, Colorado, a de novo bank, pursuant to section 3(a)(3) of the Bank Holding Company Act ("BHC Act") (12 U.S.C. § 1842(a)(3)).

In approving this application, the Secretary has relied on all the facts of record and all representations and commitments made by FirstBank in its application in light of the factors set forth in the BHC Act. These commitments are conditions imposed in writing in connection with the findings and decision herein, and, as such, may be enforced under applicable provisions of law.

The acquisition may not be consummated before the fifteenth calendar day following the effective date of this order, or later than three months after the effective date of this order, and FirstBank of Evergreen shall open for business within six months of the effective date of this order,

unless such period is extended for good cause by the Federal Reserve Bank of Kansas City. In connection with these provisions, advice of the fact of consummation should be given in writing to the Reserve Bank.

Very truly yours,

A handwritten signature in cursive script, reading "Jennifer J. Johnson". The signature is fluid and elegant, with a long horizontal flourish extending to the right.

Jennifer J. Johnson
Deputy Secretary of the Board

cc: Federal Reserve Bank of Kansas City
Department of Justice
Federal Deposit Insurance Corporation
Colorado State Bank Commissioner